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Attorneys for Non-Parties  
SANDSTONE GROUP, LLC,  
TYTO LIDAR, LLC, and  
OGNEN STOJANOVSKI

**UNITED STATES DISTRICT COURT**  
**NORTHERN DISTRICT OF CALIFORNIA**  
**SAN FRANCISCO DIVISION**

WAYMO LLC

Plaintiff,

v.

UBER TECHNOLOGIES, INC.;  
OTTOMOTTO LLC; OTTO TRUCKING LLC

Defendants.

Case No. 3:17-cv-00939-WHA

**DECLARATION OF ADRIAN J. SAWYER  
IN SUPPORT OF WAYMO LLC'S  
ADMINISTRATIVE MOTION TO FILE  
UNDER SEAL ITS OPPOSITION TO  
DEFENDANTS UBER TECHNOLOGIES  
INC. AND OTTOMOTTO LLC'S  
MOTION TO EXCLUDE ONE OF THREE  
OPINIONS PROFFERED BY WAYMO  
EXPERT JIM TIMMINS (DKT. 1773)**

1 I, Adrian J. Sawyer, hereby declare as follows:

2 1. I am an attorney licensed to practice before all courts of the State of California. I  
3 am a partner in the law firm of Kerr & Wagstaffe LLP, attorneys for non-parties Sandstone  
4 Group, LLC, Tyto LiDAR, LLC, and Ognen Stojanovski. I have personal knowledge of the  
5 matters stated herein and if called upon would testify competently thereto.

6 2. I make this declaration in support of Plaintiff Waymo LLC's Administrative  
7 Motion to File Under Seal Its Opposition to Defendants Uber Technologies, Inc. and Ottomotto,  
8 LLC's Motion to Exclude One of Three Opinions Proffered by Waymo Expert Jim Timmins  
9 (Dkt. 1773). I have reviewed the Administrative Motion to File Under Seal (the "Administrative  
10 Motion"), together with Waymo's Opposition to Defendants Uber Technologies, Inc. and  
11 Ottomotto, LLC's Motion to Exclude One of Three Opinions Proffered by Waymo Expert Jim  
12 Timmins ("Opposition to Motion to Exclude") (Dkt. 1773-3), and those exhibits to the  
13 Opposition to Motion to Exclude sought to be filed under seal.

14 3. Tyto LiDAR and Sandstone Group are non-parties and are existing limited  
15 liability companies. Mr. Stojanovski is likewise a non-party. All of the information designated  
16 by Tyto LiDAR, Sandstone Group, or Mr. Stojanovski and included in the Opposition to Motion  
17 to Exclude was designated confidential. None of the information was designated highly  
18 confidential/AEO by Tyto LiDAR, Sandstone Group, or Mr. Stojanovski.

19 4. The yellow highlighted portions of the Opposition to Motion to Exclude reflect  
20 confidential information regarding the ownership and structure of non-party Sandstone Group,  
21 financing of Sandstone Group, the ownership of Tyto LiDAR, and the financing of Tyto LiDAR.  
22 Because Sandstone Group and Tyto LiDAR are non-parties and existing private companies, they  
23 request that their confidentiality interests in this ownership and financing information be  
24 respected in this proceeding.

25 5. Exhibit 1 to the Opposition to Motion to Exclude is the Bill of Sale and  
26 Assignment and Assumption Agreement between Ottomotto, LLC and Tyto LiDAR, LLC.  
27 Exhibit B to the Bill of Sale and Assignment and Assumption Agreement, labeled UBER  
28 00047828-00047829, contains confidential proprietary and operational information of Tyto

LiDAR, namely information related to service contracts, software purchases, and equipment purchases. Exhibit C to the Bill of Sale and Assignment and Assumption Agreements, labeled UBER 00047830, contains confidential proprietary information of Tyto LiDAR, namely information related to Tyto LiDAR's assets. Tyto LiDAR is a non-party and existing private company and as such is entitled to confidentiality in its operations and proprietary information.

6. Exhibit 2 to the Opposition to Motion to Exclude is the Operating Agreement of Tyto LiDAR, LLC. It has not been filed with the Secretary of State and remains confidential. The Operating Agreement contains confidential information regarding Tyto LiDAR's ownership, operations, and finances. Tyto LiDAR is a non-party and existing private company and as such is entitled to confidentiality in its ownership, operations, and finances.

7. Exhibit 3 to the Opposition to Motion to Exclude consists of two separate documents combined. The first document, labeled SANDSTONE 000001-000002, Sandstone Group's Articles of Organization, has been publicly filed with the Secretary of State. Sandstone does not contend that it is confidential, and will remove the confidentiality designation in the footer. The second document, SANDSTONE 000003-000007, is the Operating Agreement of Sandstone Group, LLC. It has not been filed with the Secretary of State and remains confidential. The Operating Agreement contains confidential information regarding Sandstone Group's ownership, operations, and finances. Sandstone Group is a non-party and existing private company and as such is entitled to confidentiality in its ownership, operations, and finances.

8. Exhibit 5 to the Opposition to Motion to Exclude consists of portions of the deposition of Ognen Stojanovski, taken in this action. The yellow highlighted portions of Exhibit 5, at 16:7-10, contain confidential personal information of Mr. Stojanovski, namely his home address. The yellow highlighted portions of Exhibit 5, at 22:17-19, contain confidential information about the operations of Narwhal Energy, LLC. The remaining yellow highlighted portions of Exhibit 5 reflect confidential information regarding the ownership, structure, and financing of non-party Sandstone Group. Because Sandstone Group is a non-party and existing

1 private company, it requests that its confidentiality interests in this ownership and financing  
2 information be respected in this proceeding.

3 9. Exhibit 6 to the Opposition to Motion to Exclude contains confidential  
4 information regarding the ownership and structure of non-party Sandstone Group, financing of  
5 Sandstone Group, the ownership of Tyto LiDAR, and the financing of Tyto LiDAR. Because  
6 Sandstone Group and Tyto LiDAR are non-parties and existing private companies, they request  
7 that their confidentiality interests in this ownership and financing information be respected in  
8 this proceeding.

9 10. Exhibit 7 consists of portions of the deposition of Adam Bentley, taken in this  
10 action. The yellow highlighted portions of Exhibit 7 reflect confidential information regarding  
11 the ownership, structure, and financing of non-party Sandstone Group. Because Sandstone  
12 Group is a non-party and existing private company, it requests that its confidentiality interests in  
13 this ownership and financing information be respected in this proceeding.

14 11. Exhibit 8 consists of portions of the deposition of Maxime Levandowski, taken in  
15 this action. The yellow highlighted portions of Exhibit 8 reflect confidential information  
16 regarding the ownership, structure, and financing of non-party Sandstone Group. Because  
17 Sandstone Group is a non-party and existing private company, it requests that its confidentiality  
18 interests in this ownership and financing information be respected in this proceeding.

19 12. Exhibit 9 consists of portions of the deposition of Anthony Levandowski, taken in  
20 this action. The yellow and orange highlighted portions of Exhibit 9 reflect confidential  
21 information regarding the ownership and structure of non-party Sandstone Group, financing of  
22 Sandstone Group, the ownership of Tyto LiDAR, and the financing of Tyto LiDAR. Because  
23 Sandstone Group and Tyto LiDAR are non-parties and existing private companies, they request  
24 that their confidentiality interests in this ownership and financing information be respected in  
25 this proceeding.

26 13. Waymo's request to seal is narrowly tailored to those exhibits to Waymo's  
27 Response that merit sealing.

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1 I declare under penalty of perjury under the laws of the United States of America that the  
2 foregoing is true and correct. Executed this 26th day of September, 2017 at San Francisco,  
3 California.

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5 /s/ Adrian J. Sawyer  
6 ADRIAN J. SAWYER  
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